

# WINRO COMMERCIAL (INDIA) LTD.

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Regd. Off.:209-210, Arcadia Building, 2<sup>nd</sup> Floor, 195, Nariman Point, Mumbai-400021.

Tel:40198600 Fax:40198650 E-mail:winro.investor@gcvl.in,  
Web:[www.winrocommercial.com](http://www.winrocommercial.com) CIN:L51226MH1983PLC165499

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Date: 13.03.2026

To,  
Corporate Relationship Department,  
BSE Limited

P.J. Towers, 25<sup>th</sup> Floor,  
Dalal Street, Mumbai - 400 001

Ref: **BSE- Scrip code: 512022**

Dear Sir / Madam,

**Sub: Disclosure under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Payment of first and final call On Partly Paid-Up Equity Shares Of Bharti Airtel Limited - Acquisition.**

Pursuant to Regulation 30 read with Schedule III Part A Para A (1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that Winro Commercial (India) Limited ('the Company') has agreed to make a payment for first and final call on Partly Paid-Up Equity Shares of Bharti Airtel Limited.

The Company holds 10,71,157 partly paid-up equity shares of Bharti Airtel Limited. In accordance with the call notice issued by Bharti Airtel Limited, the Company is making payment of Rs. 401.25 per share, aggregating to Rs. 42,98,01,746.25/- (Rupees Forty Two Crore Ninety Eight Lac One Thousand Seven Hundred Forty Six point Two Five only). Today, the said amount has been blocked via the ASBA mechanism in the Company's bank account. Upon completion of the process, the amount shall be debited from the Company's bank account, and Bharti Airtel Limited will issue 10,71,157 fully paid-up Equity Shares to the Company.

This disclosure is being made in compliance with the applicable provisions of the SEBI (LODR) Regulations, 2015.

The Company has submitted the ASBA form with its bank for payment of the call money, and the amount has been blocked in the Company's account on 13<sup>th</sup> March, 2026 at 05.00 p.m.

The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023, are enclosed as **Annexure – A**.

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Kindly take the same on your records and oblige.

Yours Faithfully

**For Winro Commercial (India) Limited**

**Jitendra Parihar**  
**Company Secretary & Compliance Officer**  
**Membership No.: A40734**

Encl: a.a.

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## Annexure - A

<b>Name of the target entity, details in brief such as size, turnover etc.;</b>	<b>BHARTI AIRTEL LIMITED</b>  Existing Authorised Capital: Rs. 1,48,73,05,00,000/- Existing Paid Up Capital: Rs. 29,00,08,86,172.5/-  Net worth: Rs. 1,11,752.88 Crores (as on 31.03.2025) Turnover: Rs. 1,08,943.85 Crores (for the year ended 31.03.2025)
<b>Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group Companies have any interest in the entity being acquired. If yes, nature of interest and details thereof and whether the same is done at "arm's length";</b>	No
<b>Industry to which the entity being acquired belongs;</b>	Telecom - Cellular & Fixed line services.
<b>Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);</b>	<p>The Company is a Non-Banking Financial Company (NBFC) engaged in the business of investing in shares and securities. Accordingly, the investment in the target Company is being made in the ordinary course of business as a financial investor.</p> <p>The Company holds 10,71,157 partly paid-up equity shares of Bharti Airtel Limited. Pursuant to the payment of the first and final call amounting to Rs. 42,98,01,746.25/- (Rupees Forty Two Crore Ninety Eight Lac One Thousand Seven Hundred Forty Six point Two Five only), the Company will be allotted 10,71,157 fully paid-up equity shares of Bharti Airtel Limited.</p> <p>The total call money payable exceeds the threshold specified under Regulation 30(4)(i)(c)(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, i.e., 2% of the net worth as per the last audited consolidated financial statements of the Company.</p>

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<b>Brief details of any governmental or regulatory approvals required for the acquisition;</b>	Not Applicable.
<b>Indicative time period for completion of the acquisition;</b>	Upon completion of the process, the amount shall be debited from the Company's bank account, and Bharti Airtel Limited will issue 10,71,157 fully paid-up equity shares to the Company.
<b>Consideration - whether cash consideration or share swap or any other form and details of the same;</b>	Cash
<b>Cost of acquisition and/or the price at which the shares are acquired;</b>	The Company is currently making payment of the call money at Rs. 401.25 per share, aggregating to Rs. 42,98,01,746.25/- (Rupees Forty Two Crore Ninety Eight Lac One Thousand Seven Hundred Forty Six point Two Five only), in respect of 10,71,157 partly paid-up equity shares.
<b>Percentage of shareholding / control acquired and / or number of shares acquired;</b>	Percentage of shareholding – 0.02 % of share capital.  The Company holds 10,71,157 partly paid-up equity shares of Bharti Airtel Limited, which will become fully paid-up equity shares upon payment of the First and Final Call. There will be no change in the number of shares or in the percentage of shareholding held by the Company as a result of this payment.
<b>Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);</b>	<u>Date of Incorporation:</u> 07.07.1995  <u>Line of Business:</u> Bharti Airtel Limited is primarily engaged in the telecommunication services in India.  <u>Turnover:</u> 2024-2025 : Rs. 1,08,943.85 Crores 2023-2024 : Rs. 94,119.84 Crores 2022-2023 : Rs. 84,720.12 Crores  <u>Country in which the acquired entity has presence:</u> India & Global